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Counsel for the Official Committee Of
Equity Security Holders Of USA Capital First Trust Deed Fund, LLC

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:	)	BK-S-06-10725-LBR
USA COMMERCIAL MORTGAGE COMPANY,	)	Chapter 11
Debtor.)	
In re:	)	BK-S-06-10726-LBR
USA CAPITAL REALTY ADVISORS, LLC,	)	Chapter 11
Debtor.)	
In re:	)	BK-S-06-10727-LBR
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	)	Chapter 11
Debtor.)	
In re:	)	BK-S-06-10728-LBR
USA CAPITAL FIRST TRUST DEED FUND, LLC,	)	Chapter 11
Debtor.)	
In re:	)	BK-S-06-10729-LBR
USA SECURITIES, LLC,	)	Chapter 11
Debtor.)	
Affects)	
<input type="checkbox"/> All Debtors)	
<input type="checkbox"/> USA Commercial Mortgage Co.)	
<input checked="" type="checkbox"/> USA Securities, LLC	)	DATE: N/A
<input type="checkbox"/> USA Capital Realty Advisors, LLC	)	TIME: N/A
<input type="checkbox"/> USA Capital Diversified Trust Deed)	
<input checked="" type="checkbox"/> USA First Trust Deed Fund, LLC)	

STIPULATION FOR WITHDRAWAL WITH PREJUDICE OF PROOF OF CLAIM
NUMBER 10729-00034 FILED BY HOUGHTON DENTAL CORP. PSP F/B/O
GERALDINE PEARL HOUGHTON (AFFECTS DEBTORS USA CAPITAL FIRST
TRUST DEED FUND, LLC AND USA SECURITIES, LLC)

1 The Official Committee of Equity Security Holders of USA Capital First Trust
2 Deed Fund, LLC ("FTDF Committee"), hereby stipulates with Houghton Dental Corp. PSP f/b/o
3 Geraldine Pearl Houghton ("Claimant") as follows:

4 1. On or about November 8, 2007, Claimant filed a proof of claim (the
5 "Houghton Claim") in the amount of "\$100,000.00 Plus" that was intended to assert a claim
6 against USA Capital First Trust Deed Fund, LLC (the "FTDF").

7 2. Because the Houghton Claim erroneously listed FTDF's case number as
8 06-10729, as opposed to the correct case number of 06-10728, the Houghton Claim was entered
9 into the claims register for USA Securities, LLC ("USA Securities").

10 3. On March 8, 2007, USA Securities filed the "Omnibus Objection of USA
11 Securities, LLC to Certain Claims" (the "Objection") [Docket No. 3021], by which it objected to
12 numerous claims, including the Houghton Claim. The Objection requests that the Houghton
13 claim be disallowed in its entirety. It further states that the "[Houghton] Claim is against FTDF
14 and claimant has already filed the same claim against FTDF."

15 4. In fact, Claimant did not file a proof of claim against FTDF because the
16 claim that it intended to file against FTDF Case (the Houghton Claim) was entered in the USA
17 Securities claims register. Claimant, however, did file a proof of interest in the amount of
18 \$100,000 in the FTDF case (FTDF proof of interest number 53) (the "Houghton Proof of
19 Interest"), which amount is the amount of Claimant's equity interest in FTDF as of the filing of
20 FTDF's chapter 11 bankruptcy petition.

21 5. The Claimant has agreed to withdraw with prejudice the Houghton Claim.

22 6. This stipulation shall not affect Claimant's claims against other debtors in
23 this jointly-administered proceeding.

24 WHEREFORE, based on this stipulation set forth above, the parties hereby agree,
25 and request that the Court approve this stipulation as an order of the Court pursuant to Fed. R.
26 Bankr. P. 3006, as follows:

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1 310 228 5788 P.04

1. The Houghton Claim is hereby withdrawn with prejudice.

2. The Houghton Proof of Interest is allowed in the amount of \$100,000.00.

Dated this 16 of April, 2007

STUTMAN, TREISTER & GLATT, P.C. and
SHEA & CARLYON, LTD.

By: 

EVE H. KARASIK

CANDACE C. CARLYON

ANDREW M. PARLEN

Attorneys for the Official Committee of
Equity Security Holders of USA Capital
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HOUGHTON DENTAL CORP. PSP F/B/O
GERALDINE PEAL HOUGHTON

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and

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Fund, LLC and USA Securities, LLC